

Stephen J. Hill (1492)
Robert B. Lochhead (1986)
Timothy B. Smith (8271)
PARR BROWN GEE & LOVELESS
185 South State Street, Suite 800
Salt Lake City, Utah 84147
Telephone: (802) 532-7840
Facsimile: (801) 532-7550

Attorneys for Plaintiff

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

FATPIPE NETWORKS INDIA LIMITED,
an India corporation,

Plaintiff,

v.

XROADS NETWORKS, INC., a Delaware
corporation,

Defendant.

REPLY TO COUNTERCLAIM

Civil No. 09-CV-186 DAK

Judge Dale A. Kimball

Plaintiff/Counterclaim-Defendant FatPipe Networks India Limited ("FatPipe") hereby replies to the Counterclaim of Defendant XRoads Networks, Inc. ("XRoads").

FatPipe responds to the respective numbered paragraphs of the Counterclaim as follows, denying each and every allegation of the Complaint not expressly herein admitted:

1. Admitted.
2. Denied.
3. FatPipe incorporates by reference its responses to the preceding paragraphs as if fully set forth herein.

4. Admitted.

5. Denied.

6. Denied.

7. FatPipe incorporates by reference its responses to the preceding paragraphs as if fully set forth herein.

8. Admitted.

9. Denied.

10. Denied.

11. FatPipe incorporates by reference its responses to the preceding paragraphs as if fully set forth herein.

12. Admitted.

13. Denied.

14. Denied.

15. FatPipe incorporates by reference its responses to the preceding paragraphs as if fully set forth herein.

16. Admitted.

17. Denied.

18. Denied.

AFFIRMATIVE DEFENSES

First Affirmative Defense

The Counterclaim fails to state a claim upon which relief can be granted.

Second Affirmative Defense

U.S. Patent No. 7,269,143 (the '143 Patent) and U.S. Patent No. 7,444,506 (the '506 Patent) are valid.

Third Affirmative Defense

Xroads has imported into the United States and/or has made and/or sold and/or offered to sell products falling within the scope of one or more of the claims of the '143 Patent and the '506 Patent without license in violation of 35 U.S.C. § 271 (a) and/or (c).

Fourth Affirmative Defense

FatPipe alleges the each and every claim for relief in its Complaint as separate affirmative defenses.

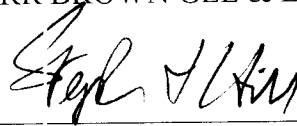
PRAYER FOR RELIEF

WHEREFORE, FatPipe prays:

- A. That the Counterclaim be dismissed and that XRoads take nothing by reason thereof;
- B. That the Court award FatPipe its costs and reasonable attorneys' fees under 35 U.S.C. § 285; and
- C. For such other and further relief as the Court deems just and proper.

DATED this 22d day of April, 2009.

PARR BROWN GEE & LOVELESS

A handwritten signature in black ink, appearing to read "Stephen J. Hill", written over a horizontal line.

Stephen J. Hill

Robert B. Lochhead

Timothy B. Smith

Attorneys for Plaintiff